

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

DAVID MIZRAHI, individually and on behalf of all  
others similarly situated,

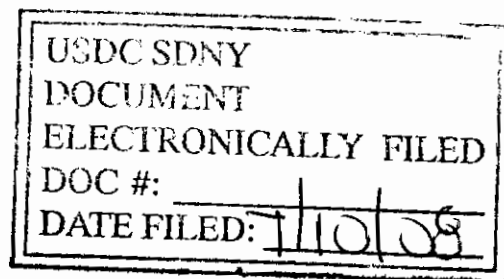
Plaintiff,

v.

THE BEAR STEARNS COMPANIES INC., JAMES E.  
CAYNE, ALAN D. SCHWARTZ, WARREN J.  
SPECTOR, SAMUEL L. MOLINARO, JR., ALAN C.  
GREENBERG, and DOES 1-20,

Defendants.

No. 08 Civ. 5170 (UA)



STIPULATION AND [PROPOSED] ORDER

WHEREAS the complaint in *Mizrahi v. The Bear Stearns Companies Inc., et al.* was filed on June 5, 2008;

WHEREAS the above-captioned action raises similar allegations under ERISA as ten actions previously filed in this District (the "Prior Actions"), and has been referred to Judge Sweet as possibly related to *Howard v. The Bear Stearns Companies Inc., et al.* (No. 08 Civ. 2804 (RWS)), the first-filed of the Prior Actions;

WHEREAS pending motions to consolidate the Prior Actions and for appointment of interim lead plaintiff and lead counsel in the Prior Actions are fully briefed and have been argued before Judge Sweet;

WHEREAS the parties to the above-captioned action agree that the above-captioned action would properly be consolidated with the Prior Actions if the motion to consolidate the Prior Actions is granted;

WHEREAS, on May 6, 2008, Judge Sweet so ordered a stipulation and order that relieves defendants of any obligation to answer, move against, or otherwise

respond to the individual complaints in the Prior Actions, pending resolution of the motions to consolidate and appoint interim lead plaintiff and lead counsel; and

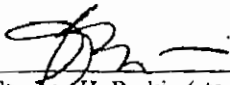
WHEREAS there have been no previous requests for an extension of time to answer, move against, or otherwise respond to the complaint in the above-captioned action;

IT IS HEREBY STIPULATED AND AGREED by and between the undersigned counsel for the parties to the above-captioned action, as follows:

1. Defendants shall have no obligation to answer, move against, or otherwise respond to – and are hereby expressly relieved from answering, moving against, or otherwise responding to – the complaint in the above-captioned action pending resolution of the motions to consolidate the Prior Actions and appoint interim lead plaintiff and lead counsel in the Prior Actions.
2. If the motion to consolidate the Prior Actions is granted, lead counsel for the plaintiffs and counsel for the defendants shall confer on a schedule for the filing of a consolidated amended complaint and for any response to that complaint.
3. Nothing herein shall be deemed to constitute a waiver of any defenses in this action. Defendants reserve all arguments and defenses in the above-captioned action.

Dated: July \_\_, 2008  
New York, New York

TOLMAGE PESKIN HARRIS & FALICK

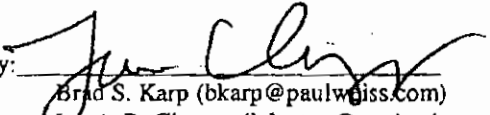
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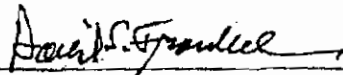
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SO ORDERED:

\_\_\_\_\_  
United States District Judge

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SO ORDERED:

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United States District Judge  
7-9-08